



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
45 L STREET NE
WASHINGTON D.C. 20554

News media information 202-418-0500
Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)
TTY (202) 418-2555

Report No. TEL-02235NS

Friday December 2, 2022

Non Streamlined International Applications/Petitions Accepted For Filing

Section 214 Applications (47 CFR §§ 63.18, 63.24); Section 310(b) Petitions (47 CFR § 1.5000)

Unless otherwise specified, the following procedures apply to the applications listed below:

The applications listed below have been found, upon initial review, to be acceptable for filing. These applications are not subject to the streamlined processing procedures set forth in section 63.12 of the Commission's rules. 47 CFR § 63.12. These applications shall not be deemed granted until the Commission affirmatively acts upon the application, either by public notice or by written order. Operation for which authorization is sought may not commence except in accordance with any terms or conditions imposed by the Commission. Pursuant to section 1.1910(b)(2) of the rules, action will be withheld on any application by any entity found to be delinquent in its debts to the Commission. Applicants should check the Red Light Display System's website at www.fcc.gov/redlight to determine if they are delinquent in a debt to the Commission and for information on how to pay the debt. 47 CFR § 1.1910(b)(2).

Unless otherwise specified, interested parties may file comments with respect to these applications within 28 days of the date of this public notice. We request that such comments refer to the application file number shown below. No application listed below shall be granted by the Commission earlier than the day after the date specified in this public notice for the filing of comments.

Unless otherwise specified, ex parte communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 CFR § 1.1206.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

Petition for Declaratory Ruling

On February 19, 2022, Millennium Telcom, L.L.C. (Millennium) and Generate-Ubiquity Holdings, LLC (Generate-Ubiquity Holdings) (together, "Petitioners") filed a petition for a new declaratory ruling (Petition), pursuant to section 310(b)(4) of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 310(b)(4), and section 1.5000(a)(1) of the Commission's rules, 47 CFR § 1.5000(a)(1), asking the Commission to find that it would serve the public interest to permit foreign ownership of the proposed controlling U.S. parent, Generate-Ubiquity Holdings to exceed the 25% benchmarks in section 310(b)(4) of the Act. On November 16, 2022, the Petitioners filed a supplement pursuant to section 310(b)(4) of the Act. Millennium holds four common carrier wireless licenses.

Millennium, a Texas limited liability company, is wholly owned and controlled by Ubiquity DFW, LP, a Delaware limited partnership. The limited partners of Ubiquity DFW, LP are Ubiquity DFW Aggregator, LP, a Delaware entity, with 73.5% interest and Generate-Ubiquity Holdings, a Delaware entity, with 24% interest. The class A membership interest holders of Generate-Ubiquity Holdings are Generate-Ubiquity Smart Cities I, LLC, a Delaware entity, with 80% of the class A interest, and Montage-Ubiquity SPV, LP, a Delaware entity, with 20% of the class A interest. Generate-Ubiquity Management, LLC, a Delaware entity, holds 100% of the class B unit membership interests into Generate-Ubiquity Holdings and is its managing member. The Petitioners state that all class A membership interest holders of Generate-Ubiquity Holdings are insulated pursuant to section 1.5003 of the Commission's rules. 47 CFR § 1.5003. The Petitioners state that class A member voting interests are limited to major decisions, such as the sale of Generate-Ubiquity Holdings' assets that would require an affirmative vote of at least 81% of the class A units before action could be taken.

Generate-Ubiquity Smart Cities I, LLC, is a wholly owned subsidiary of GU Smart Cities, LLC, a Delaware entity. GU Smart Cities, LLC is, in turn, the wholly owned subsidiary of Generate Fiber HoldCo, LLC, a Delaware entity. Generate Fiber HoldCo, LLC is the wholly owned subsidiary of GC Portfolio Holdings I LLC, a Delaware entity, which in turn is the wholly owned subsidiary of Generate Capital, PBC, a Delaware public benefit corporation. The entities holding 10% or greater interest in Generate Capital, PBC are AustralianSuper Ltd, an Australian entity, as Trustee of AustralianSuper, an Australian entity, (26% equity) and QIC Limited, an Australian entity, (24% equity). QIC Limited is wholly owned by the Queensland, Australia state government.

The general partner of Montage-Ubiquity SPV, LP is Ubiquity SPV GP, LLC, which is the wholly owned subsidiary of Montage Investments, LLC, both Delaware entities. The Petitioners state that the limited partnership interests of Montage-Ubiquity SPV, LP are fully insulated in accordance with section 1.5003 of the Commission's rules. 47 CFR § 1.5003.

The 10% or greater interest holders of Generate-Ubiquity Management, LLC are Generate-Ubiquity Smart Cities I, LLC, a Delaware entity (51% equity), Box Turtle Holdings, LLC, organized in the U.S. (30% equity), and Montage Investments LLC, a Delaware entity (16.28% equity). Box Turtle Holdings, LLC is owned by Ajay Ghanekar (50% equity) and Jamie Earp (50% equity), both U.S. citizens.

Ubiquity Holdings UGP, LLC, a Delaware entity, is the general partner of Ubiquity DFW, LP and Ubiquity DFW Aggregator, LP. The 10% or greater interest holder members of Ubiquity Holdings UGP, LLC are Jamie Earp (15% equity); Ajay Ghanekar (15% equity), both U.S. citizens; and Montage Investments, LLC, a Delaware entity (60% equity). Montage Investments, LLC is wholly owned by 1248 Holdings, LLC, a Delaware entity, which has one voting member, Bicknell Family Management Company, LLC, a Delaware entity (0.5% equity). Bicknell Family Management Company, LLC, in turn, has one voting member, Bicknell Family Management Trust, a Missouri perpetual trust organized for the benefit of the descendants of O. Gene Bicknell, all of whom are U.S. citizens. The trustee of the Bicknell Family Management Trust is 1248 Trust Company, Inc., a Nevada corporation, whose sole owner is Martin C. Bicknell, a U.S. citizen.

The Petitioners file the Petition pursuant to an equity purchase agreement (the "Transaction") which involves the transfer of control of Millennium from Ubiquity DFW Aggregator, LP to Generate-Ubiquity Holdings. According to the Petition, Generate-Ubiquity Holdings has purchased 24% of the outstanding equity interests of Ubiquity DFW, LP in exchange for a convertible promissory note (the "Note"). The Transaction will consist of three steps: (1) conversion of the Note into 73.5% of the issued and outstanding equity interests of Ubiquity DFW, LP; (2) the cancellation of all the equity interests in Ubiquity DFW, LP then held by Ubiquity DFW Aggregator, LP for no additional consideration, which will occur simultaneously with the conversion of the Note; and (3) the conversion of Ubiquity DFW, LP, a Delaware limited partnership, to a Delaware limited liability company, Ubiquity DFW, LLC, owned by Generate-Ubiquity, which will take place after the conversion of the Note and cancellation of the equity interest in Ubiquity DFW, LP then held by Ubiquity DFW Aggregator, LP. According to the Petitioners, upon consummation of the Transaction, and after Ubiquity DFW, LP is converted to a limited liability company, Generate-Ubiquity Holdings will hold 97.5% of the equity and voting interests and 100% of the equity and voting interests of the general partnership interests of Ubiquity DFW, LLC. Ubiquity DFW, LLC will be the sole owner of Millennium.

Pursuant to the Transaction, the Petitioners request approval of up to an aggregate 100% indirect foreign ownership of Generate-Ubiquity Holdings. Pursuant to section 1.5001(i) of the rules, 47 CFR § 1.5001(i), the Petitioners request that the Commission specifically approve the direct and/or indirect foreign equity and/or voting interests that would be held in Generate-Ubiquity Holdings, the proposed controlling U.S. parent of Millennium, upon completion of the Transaction as follows:

AustralianSuper (26% equity, 26% voting) (Australia);
AustralianSuper Pty Ltd (26% equity, 26% voting) (Australia);
Aware Super (0% equity, 4.956% voting) (Australia);
QIC Global Infrastructure Fund (0% equity, 8% voting) (Australia);
QIC Limited (0% equity, 24% voting) (Australia); and
Queensland Australia state government (0% equity, 24% voting) (Australia).

The Petitioners also request advance approval pursuant to section 1.5001(k) of the Commission's rules to permit the non-controlling foreign interest holders requesting specific approval to increase their interests in Generate-Ubiquity Holdings up to a non-controlling 49.99% equity and voting interest. 47 CFR § 1.5001(k).

The Petitioners assert that the public interest would be served by granting the Petition.

—Pursuant to Commission practice, this Petition and the associated domestic and international applications for transfer of control of section 214 authority (WC Docket No. 22-31; ITC-T/C-20220121-0001) are being referred to the relevant Executive Branch agencies for their views on any national security, law enforcement, foreign policy or trade policy concerns related to the foreign ownership of the Petitioners. —

Interested parties may file comments on or before December 16, 2022 and reply comments on or before December 23, 2022.

Petition for Declaratory Ruling

On July 25, 2022, Everstream Solutions LLC (Everstream or Petitioner) filed a petition for a new declaratory ruling (Petition), pursuant to section 310(b)(4) of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 310(b)(4), and section 1.5000(a)(1) of the Commission's rules, 47 CFR § 1.5000(a)(1), asking the Commission to find that it would serve the public interest to approve the changes in the indirect foreign equity and voting interests in Everstream's controlling U.S. parent, Midwest Fiber Acquisition LLC (Midwest). On September 6, 2022, Everstream filed a restated petition for a declaratory ruling (Restated Petition) pursuant to section 310(b)(4) of the Act. Concurrently, Everstream filed a letter notification in its current foreign ownership ruling (ISP-PDR-20201102-00012) updating its foreign ownership, as required by section 1.5004(f) of the Commissioner's rules, 47 CFR § 1.5004(f). The Petitioner holds 336 common carrier fixed point-to-point microwave licenses.

According to the Restated Petition, Everstream, an Ohio limited liability company, is wholly owned by Midwest, a Delaware limited liability company. Midwest is an indirect wholly owned subsidiary of Midwest Fiber Holdings LP, a Delaware limited partnership.

In 2021, the Commission issued a foreign ownership ruling to Everstream, finding that the public interest would not be served by prohibiting direct and indirect foreign ownership of Midwest in excess of the 25% benchmark in section 310(b)(4) of the Act. See Section 214 Application Granted for the Acquisition of Certain Assets of the Peg Bandwidth Entities, Southern Light, LLC, and Uniti Fiber LLC By Everstream Solutions LLC, WC Docket No. 20-359; Petition for Declaratory Ruling Granted ISP-PDR-20201102-00012, Public Notice, 36 FCC Rcd 8505 (WCB/IB 2021) (2021 Ruling). The 2021 Ruling authorized 100% aggregate indirect foreign ownership of Midwest, as the controlling U.S. parent of Everstream. It also granted specific approval for indirect foreign equity and/or voting interests in Midwest by five Luxembourg entities: (1) AMP Capital Global Infrastructure Funds II A LP (GIF II A Fund) (7.26% equity and voting) (Luxembourg), (2) AMP Capital Global Infrastructure Funds II B LP (GIF II B Fund) (45.12% equity and voting) (Luxembourg), (3) AMP Capital Global Infrastructure Funds II C LP (GIF II C Fund) (26.12% equity and voting) (Luxembourg), (4) AMP Capital Global Infrastructure Funds II E LP (GIF II E Fund) (13.33% equity and voting) (Luxembourg) (collectively, "GIF II"), and (5) AMP Capital Investors (GIF II GP) S.à.r.l (0% equity; 100% voting) (Luxembourg). The 2021 Ruling also granted specific approval for indirect foreign equity and/or voting interests by five Australian entities: (1) AMP Capital Investors International Holdings Ltd. (0% equity; 100% voting) (Australia), (2) AMP Capital Holdings Ltd. (0% equity; 100% voting) (Australia), (3) AMP Holdings Ltd. (0% equity; 100% voting) (Australia), (4) AMP Group Holdings Ltd. (0% equity; 100% voting) (Australia); and (5) AMP Limited (0% equity; 100% voting) (Australia).

According to the 1.5004(f) letter, while preparing the Petition, Everstream uncovered an inadvertent calculation error, which resulted in it no longer being in compliance with the 2021 Ruling. Specifically, the Petitioner states that the equity interests held in GIF II US Aggregator LP, a Delaware limited partnership and indirect owner of Midwest, were divided among the four Luxembourg entities referred to as GIF II. However, the equity interest in GIF II US Aggregator LP should have been divided among only three of the Luxembourg entities in GIF II (Luxembourg Entities), and should have not included GIF II A Fund which holds a 7.36% equity interest in Midwest Fiber Intermediate US LP, a Delaware limited partner, and not in GIF II US Aggregator LP. According to the Restated Petition, the correct ownership in GIF II US Aggregator LP is: (1) GIF II B Fund (53.36% equity and voting); (2) GIF II C Fund (30.88% equity and voting); and (3) GIF II E Fund (15.76% equity and voting). As a result, the indirect foreign equity and voting interests held by each of the three Luxembourg Entities in Midwest are slightly higher than approved in the 2021 Ruling: (1) GIF II B Fund - 48.69% (rather than 45.12%); (2) GIF II C Fund - 28.18% (rather than 26.12%); and (3) GIF II E Fund - 14.38% (rather than 13.33%).

The Petitioner anticipates a proposed transfer of control involving Everstream and its affiliates (Everstream GLC Holding Company LLC, HRS Internet LLC, and Lynx Network Group, Inc., (together, "Licensees"), AMP Capital Investors International Holdings Ltd. (Transferor), and DB Puma GIF II GP HoldCo, LLC (Transferee). See ULS File No. 0010108781; IBFS File Nos. ITC-T/C-20220725-00086, ITC-T/C-20220725-00087, ITC-T/C-20220725-00088; WC Docket No. 22-283. According to the Restated Petition, the Transferor is selling its 100% ownership interest in GIF II GP to Transferee, resulting in a change in the voting control of Licensees (the "Transaction"). As a result, Licensees will continue to be indirectly, wholly owned subsidiaries of Midwest and Midwest Fiber Holdings LP, which will remain indirectly owned by GIF II, the four limited partnerships organized in Luxembourg, with a 1.5% ownership interest held by Midwest Fiber Management LP. Petitioner states that as a result of the Transaction, the previously approved Australian entities will transfer their interests to DigitalBridge Group, Inc. (DigitalBridge), a U.S. corporation, through four U.S. subsidiaries formed in Delaware: DB Puma GIF II GP HoldCo, LLC, DB Puma GP Holdings, LLC, DB Puma Master Holdco, LLC, and DigitalBridge Operating Company, LLC.

The Petitioner requests approval of up to an aggregate 100% indirect foreign equity and voting interest in Everstream's controlling U.S. parent, Midwest. Pursuant to section 1.5001(i) of the Commission's rules, 47 CFR § 1.5001(i), Petitioner requests that the Commission specifically approve direct and indirect foreign equity and voting interests in Midwest, by foreign-organized entities as follows:

AMP Capital Global Infrastructure Fund II A LP SCSp (7.25% equity and 7.25% voting) (Luxembourg);
AMP Capital Global Infrastructure Fund II B LP SCSp (48.69% equity and 48.69% voting) (Luxembourg);
AMP Capital Global Infrastructure Fund II C LP SCSp (28.18% equity and 28.18% voting) (Luxembourg);
AMP Capital Global Infrastructure Fund II E LP SCSp (14.38% equity and 14.38% voting) (Luxembourg);
AMP Capital Investors (GIF II GP) S.à.r.l (100% voting and 0% equity) (Luxembourg);
Wafra Strategic Holdings LP (8.5% voting and 0.22% equity) (Bermuda); and
The Public Institution for Social Security (8.5% voting and 0.22% equity) (Kuwait).

The Petitioner contends that Wafra Strategic Holdings LP and The Public Institution for Social Security should be treated as passive institutional investors under section 1.5001(i)(3) of the Commission's rules, and are therefore exempt from requesting specific approval. 47 CFR 1.5001(i)(3). The Petitioner requests, in the alternative, specific approval for Wafra Strategic Holdings LP and The Public Institution for Social Security.

The Petitioner also requests advance approval, pursuant to section 1.5001(k) of the Commission's rules, for AMP Capital Global Infrastructure Fund II A LP SCSp, AMP Capital Global Infrastructure Fund II B LP SCSp, AMP Capital Global Infrastructure Fund II C LP SCSp, and AMP Capital Global Infrastructure Fund II E LP SCSp to acquire up to a non-controlling 49.99% indirect equity and/or voting interest in Midwest and for AMP Capital Investors (GIF II GP) S.à.r.l to acquire up to a 100% voting interest and 49.99% equity interest in Midwest. 47 CFR § 1.5001(k). Out of abundance of caution, the Petitioner also requests advance approval of up to a non-controlling 9.9% indirect equity and/or voting interest in Midwest for Wafra Strategic Holdings LP and The Public Institution for Social Security.

—The Petitioner asserts that the public interest would be served by granting the Petition. —

In the Executive Branch Review Process Order, the Commission set out categories of petitions and applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). Petitioner has made a showing that after consummation of the proposed transaction the only reportable foreign ownership in Everstream and Midwest will be through passive, offshore intermediary holding companies and that 100% of the ultimate control will be held by U.S. citizens or entities. Therefore, we are exercising our discretion and are not referring this petition to the Executive Branch. Although we are not formally referring this petition, per standard practice, we will provide a courtesy copy of this public notice to the Executive Branch agencies. See id. at 10939, para 30, n. 81.

Interested parties may file comments on or before December 16, 2022, and reply comments on or before December 23, 2022.

ITC-T/C-20220121-00015 E Millennium Telcom, L.L.C., dba OneSource Communications

Transfer of Control

Current Licensee: Millennium Telcom, L.L.C., dba OneSource Communications

FROM: Ubiquity DFW, LP

TO: Generate-Ubiquity Holdings, LLC

Millennium Telcom, L.L.C. (Millennium), a Texas limited liability company that holds international section 214 authorization (ITC-214-19981005-00686), filed an application to transfer of control of Millennium from Ubiquity DFW, LP (Ubiquity DFW) to Generate-Ubiquity Holdings, LLC (Generate-Ubiquity Holdings). The Applicants filed supplements on February 8, 2022, February 16, 2022 and November 15, 2022.

Millennium is wholly owned by Ubiquity DFW, a Delaware entity. Ubiquity DFW Aggregator, LP (Ubiquity DFW Aggregator) holds a 73.5% equity interest in Ubiquity DFW and Generate-Ubiquity Holdings holds a 24% equity interest in Ubiquity DFW, all Delaware entities. Ubiquity Holdings UGP, LLC (Holdco), a Delaware entity, is the General Partner of Ubiquity DFW and Ubiquity DFW Aggregator.

According to the Applicants, Generate-Ubiquity Holdings has purchased 24% of the outstanding equity interests of Ubiquity DFW. in exchange for a convertible promissory note (the "Note"). The Transaction will consist of three steps: (1) conversion of the Note into 73.5% of the issued and outstanding equity interests of Ubiquity DFW; (2) the cancellation of all the equity interests in Ubiquity DFW then held by Ubiquity DFW Aggregator for no additional consideration, which will occur simultaneously with the conversion of the Note; and (3) the conversion of Ubiquity DFW, a Delaware limited partnership, to a Delaware limited liability company, Ubiquity DFW, LLC, owned by Generate-Ubiquity Holdings, which will take place after the conversion of the Note and cancellation of the equity interest in Ubiquity DFW then held by Ubiquity DFW Aggregator. According to the Applicants, upon consummation of the Transaction, and after Ubiquity DFW is converted to a limited liability company, Generate-Ubiquity Holdings will hold 97.5% of the equity and voting interests and 100% of the equity and voting interests of the general partnership interests of Ubiquity DFW, LLC. Ubiquity DFW, LLC will be the sole owner of Millennium.

Generate-Ubiquity Holdings is a member-managed entity with two classes of membership interests. The Class A Members hold 100% of the economic interests in Generate-Ubiquity Holdings, and their voting interests are limited to major decisions such as the sale of Generate-Ubiquity Holdings' assets. Generate-Ubiquity Smart Cities I, LLC (Generate-Ubiquity Smart Cities I) holds 80% of the Class A interests, and Montage-Ubiquity SPV, LP holds the other 20%, both Delaware entities. Generate-Ubiquity Management, LLC (Generate-Ubiquity Management), a Delaware entity, is the sole Class B Member and the Managing Member of Generate-Ubiquity Holdings. Except for major decisions, Generate-Ubiquity Management manages and controls the business of Generate-Ubiquity Holdings.

Generate-Ubiquity Smart Cities I, LLC, is a wholly owned subsidiary of GU Smart Cities, LLC, which in turn is the wholly owned subsidiary of Generate Fiber HoldCo, LLC, both Delaware entities. Generate Fiber HoldCo, LLC is the wholly owned subsidiary GC Portfolio Holdings I LLC, which in turn is the wholly owned subsidiary of Generate Capital, PBC, both Delaware entities. The entities holding 10% or greater interest in Generate Capital, PBC are AustralianSuper Ltd as Trustee of AustralianSuper (26% equity) and QIC Limited (24% equity), both Australian entities. QIC Limited is wholly owned by the Queensland, Australia state government.

The general partner of Montage-Ubiquity SPV, LP is Ubiquity SPV GP, LLC, which is the wholly owned subsidiary of Montage Investments, LLC (Montage Investments), both Delaware entities. 1248 Holdings LLC (1248 Holdings), a Delaware entity, is the sole member of Montage Investments. The Bicknell Family Management Company, LLC is the sole voting member of 1248 Holdings, both Delaware entities. The Bicknell Family Management Company Trust, is a Missouri trust, is the only voting member of Bicknell Family Management Company, LLC, a Delaware entity. 1248 Trust Company, Inc., a Nevada entity, is the trustee for the Bicknell Family Management Company Trust and Martin C. Bicknell, a U.S. citizen, is the sole owner of 1248 Trust Company, Inc.

The 10% or greater interest holders of Generate-Ubiquity Management, LLC are Generate-Ubiquity Smart Cities I, LLC (51% equity and voting), Box Turtle Holdings, LLC (30% equity and voting), and Montage Investments LLC (16.28% equity)and voting. Box Turtle Holdings, LLC, a U.S. entity, is owned by Ajay Ghanekar (50% equity and voting) and Jamie Earp (50% equity and voting).

Interested parties may file comments on or before December 16, 2022, and reply comments on or before December 23, 2022.

Transfer of Control

Current Licensee: HRS Internet, LLC

FROM: AMP Capital Investors International Holdings Ltd.

TO: DB Puma GIF II GP HoldCo, LLC

HRS Internet, LLC (HRS Internet), an Indiana limited liability company that holds an international section 214 authorization (ITC-214-20080612-00268), filed an application to transfer of control of HRS Internet from AMP Capital Investors International Holdings Ltd. (AMP Capital Investors) to DB Puma GIF II GP HoldCo, LLC (DB Puma). The Applicants filed supplements on September 20, 2022, October 4, 2022, October 20, 2022, November 18, 2022 and November 23, 2022.

HRS Internet is a direct wholly owned subsidiary of Everstream Solutions LLC, an Ohio entity, which is wholly owned by Midwest Fiber Acquisition LLC, a Delaware entity, and an indirect wholly owned subsidiary of Midwest Fiber Holdings LP (Midwest Fiber Holdings), also a Delaware entity.

Midwest Fiber Holdings is indirectly owned and controlled by AMP Capital Investors (GIF II GP) S.à.r.l (GIF II GP), a Luxembourg entity. GIF II LP is an indirect wholly owned subsidiary of AMP Capital Investors, an Australian entity. The equity interests in Midwest Fiber Holdings are held by Midwest Fiber Intermediate US LP (98.5%) and Midwest Fiber Management LP (1.5%), both Delaware entities. The equity interests in Midwest Fiber Intermediate US LP are held by Midwest Fiber Midco LP (92.64%), a Delaware entity, and AMP Capital Global Infrastructure Fund II A SCSp (7.36%), a Luxembourg entity. GIF II US Aggregator LP, a Delaware entity, has 100% equity interest in Midwest Fiber Midco LP. The equity interests in GIF II US Aggregator LP are held by (1) AMP Capital Global Infrastructure Fund II B SCSp (53.36%), (2) AMP Capital Global Infrastructure Fund II C SCSp (30.88%), and (3) AMP Capital Global Infrastructure Fund II D SCSp (15.76%), all Luxembourg entities. GIF II GP is the general partner (100% voting interests and 0% equity interests) on all of entities (except AMP Capital Investors).

Pursuant to an equity purchase agreement, DB Puma will acquire a 100% ownership interest in GIF II GP from AMP Capital Investors. Upon consummation Midwest Fiber Holdings and HRS Interest will be indirect wholly owned subsidiaries of DB Puma.

DB Puma is an indirect wholly owned subsidiary of DigitalBridge Operating Company, LLC (DBOC), a Delaware entity. DigitalBridge Group, Inc., a publicly traded Maryland corporation, has a 92% ownership interest in DBOC. The only 10% or greater owner of DigitalBridge Group, Inc. is Vanguard Group, Inc. (11.2% equity and 10.8% voting), a Pennsylvania entity.

In the Executive Branch Review Process Order, the Commission set out categories of petitions and applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). The Applicants have made a showing that after consummation of the proposed transaction the only reportable foreign ownership in Midwest Fiber Holdings and HRS Internet will be through passive, offshore intermediary holding companies and that 100% of the ultimate control will be held by U.S. citizens or entities. Therefore, we are exercising our discretion and are not referring this petition to the Executive Branch. Although we are not formally referring this petition, per standard practice, we will provide a courtesy copy of this public notice to the Executive Branch agencies. See id. at 10939, para 30, n. 81.

Interested parties may file comments on or before December 16, 2022, and reply comments on or before December 23, 2022.

Transfer of Control

Current Licensee: Everstream Solutions LLC

FROM: AMP Capital Investors International Holdings Ltd.

TO: DB Puma GIF II GP HoldCo, LLC

Everstream Solutions LLC (Everstream Solutions), an Ohio limited liability company that holds an international section 214 authorization (ITC-214-20160120-00027), filed an application to transfer of control of Everstream Solutions from AMP Capital Investors International Holdings Ltd. (AMP Capital Investors) to DB Puma GIF II GP HoldCo, LLC (DB Puma). The Applicants filed supplements on September 20, 2022, October 4, 2022, October 20, 2022, November 18, 2022 and November 23, 2022.

Everstream Solutions is wholly owned by Midwest Fiber Acquisition LLC, a Delaware entity, and an indirect wholly owned subsidiary of Midwest Fiber Holdings LP (Midwest Fiber Holdings), also a Delaware entity.

Midwest Fiber Holdings is indirectly owned and controlled by AMP Capital Investors (GIF II GP) S.à.r.l (GIF II GP), a Luxembourg entity. GIF II LP is an indirect wholly owned subsidiary of AMP Capital Investors, an Australian entity. The equity interests in Midwest Fiber Holdings are held by Midwest Fiber Intermediate US LP (98.5%) and Midwest Fiber Management LP (1.5%), both Delaware entities. The equity interests in Midwest Fiber Intermediate US LP are held by Midwest Fiber Midco LP (92.64%), a Delaware entity, and AMP Capital Global Infrastructure Fund II A SCSp (7.36%), a Luxembourg entity. GIF II US Aggregator LP, a Delaware entity, has 100% equity interest in Midwest Fiber Midco LP. The equity interests in GIF II US Aggregator LP are held by (1) AMP Capital Global Infrastructure Fund II B SCSp (53.36%), (2) AMP Capital Global Infrastructure Fund II C SCSp (30.88%), and (3) AMP Capital Global Infrastructure Fund II D SCSp (15.76%), all Luxembourg entities. GIF II GP is the general partner (100% voting interests and 0% equity interests) on all of entities (except AMP Capital Investors).

Pursuant to an equity purchase agreement, DB Puma will acquire a 100% ownership interest in GIF II GP from AMP Capital Investors. Upon consummation Midwest Fiber Holdings and Everstream Solutions will be indirect wholly owned subsidiaries of DB Puma.

DB Puma is an indirect wholly owned subsidiary of DigitalBridge Operating Company, LLC (DBOC), a Delaware entity. DigitalBridge Group, Inc., a publicly traded Maryland corporation, has a 92% ownership interest in DBOC. The only 10% or greater owner of DigitalBridge Group, Inc. is Vanguard Group, Inc. (11.2% equity and 10.8% voting), a Pennsylvania entity.

In the Executive Branch Review Process Order, the Commission set out categories of petitions and applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). The Applicants have made a showing that after consummation of the proposed transaction the only reportable foreign ownership in Midwest Fiber Holdings and HRS Internet will be through passive, offshore intermediary holding companies and that 100% of the ultimate control will be held by U.S. citizens or entities. Therefore, we are exercising our discretion and are not referring this petition to the Executive Branch. Although we are not formally referring this petition, per standard practice, we will provide a courtesy copy of this public notice to the Executive Branch agencies. See id. at 10939, para 30, n. 81.

Interested parties may file comments on or before December 16, 2022, and reply comments on or before December 23, 2022.

Transfer of Control

Current Licensee: Everstream GLC Holding Company LLC**FROM:** AMP Capital Investors International Holdings Ltd.**TO:** DB Puma GIF II GP HoldCo, LLC

Everstream GLC Holding Company LLC (Everstream GLC), a Delaware limited liability company that holds an international section 214 authorization (ITC-214-19970116-00027), filed an application to transfer of control of Everstream GLC from AMP Capital Investors International Holdings Ltd. (AMP Capital Investors) to DB Puma GIF II GP HoldCo, LLC (DB Puma). The Applicants filed supplements on September 20, 2022, October 4, 2022, October 20, 2022, November 18, 2022 and November 23, 2022.

Everstream GLC is wholly owned by Midwest Fiber Acquisition LLC, a Delaware entity, and an indirect wholly owned subsidiary of Midwest Fiber Holdings LP (Midwest Fiber Holdings), also a Delaware entity.

Midwest Fiber Holdings is indirectly owned and controlled by AMP Capital Investors (GIF II GP) S.à.r.l (GIF II GP), a Luxembourg entity. GIF II LP is an indirect wholly owned subsidiary of AMP Capital Investors, an Australian entity. The equity interests in Midwest Fiber Holdings are held by Midwest Fiber Intermediate US LP (98.5%) and Midwest Fiber Management LP (1.5%), both Delaware entities. The equity interests in Midwest Fiber Intermediate US LP are held by Midwest Fiber Midco LP (92.64%), a Delaware entity, and AMP Capital Global Infrastructure Fund II A SCSp (7.36%), a Luxembourg entity. GIF II US Aggregator LP, a Delaware entity, has 100% equity interest in Midwest Fiber Midco LP. The equity interests in GIF II US Aggregator LP are held by (1) AMP Capital Global Infrastructure Fund II B SCSp (53.36%), (2) AMP Capital Global Infrastructure Fund II C SCSp (30.88%), and (3) AMP Capital Global Infrastructure Fund II D SCSp (15.76%), all Luxembourg entities. GIF II GP is the general partner (100% voting interests and 0% equity interests) on all of entities (except AMP Capital Investors).

Pursuant to an equity purchase agreement, DB Puma will acquire a 100% ownership interest in GIF II GP from AMP Capital Investors. Upon consummation Midwest Fiber Holdings and Everstream GLC will be indirect wholly owned subsidiaries of DB Puma.

DB Puma is an indirect wholly owned subsidiary of DigitalBridge Operating Company, LLC (DBOC), a Delaware entity. DigitalBridge Group, Inc., a publicly traded Maryland corporation, has a 92% ownership interest in DBOC. The only 10% or greater owner of DigitalBridge Group, Inc. is Vanguard Group, Inc. (11.2% equity and 10.8% voting), a Pennsylvania entity.

In the Executive Branch Review Process Order, the Commission set out categories of petitions and applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). The Applicants have made a showing that after consummation of the proposed transaction the only reportable foreign ownership in Midwest Fiber Holdings and HRS Internet will be through passive, offshore intermediary holding companies and that 100% of the ultimate control will be held by U.S. citizens or entities. Therefore, we are exercising our discretion and are not referring this petition to the Executive Branch. Although we are not formally referring this petition, per standard practice, we will provide a courtesy copy of this public notice to the Executive Branch agencies. See *id.* at 10939, para 30, n. 81.

Interested parties may file comments on or before December 16, 2022, and reply comments on or before December 23, 2022.

REMINDER:

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 CFR §§ 1.2001-2003.